



SIMBHAOLI SUGARS

Simbhaoli Sugars Limited

CIN-L 15122UP2011PLC044210

(An FSSC 22000 : 2011, ISO 9001 : 2008 & 14001 : 2004 Certified Company)

Corporate Office :

A-112, Sector-63, Noida-201307 (Delhi NCR) INDIA

Tel. : +91-120-480 6666

Fax : +91-120-2427166

E-mail : info@simbhaolisugars.com

www.simbhaolisugars.com

Ref: SSL: Stock Exchange
June 2, 2017

Bombay Stock Exchange Limited
PhirozeJeejeebhoy Towers
Dalal Street, Fort, Mumbai
Fax No. 022-22723121/2037/2041

The National Stock Exchange of India Limited
Exchange Plaza, Bandra -Kurla Complex,
Mumbai- 400051
Fax No. 022-26598237/38

Ref: Scrip Code: NSE: SIMBHALS BSE: 539742
Sub: Hon'ble NCLT Order - CP No. 77 (ND)/2016

Dear Sir,

In continuation to our letter dated May 29, 2017 regarding the outcome of the Board Meeting where we informed that, Mr Gurmit Singh Mann, Ms Gursimran Kaur Mann and Mr Gural Singh along with their relatives and controlled entities, and the Simbhaoli Sugars Limited (the Company) have reached to an amicable Settlement in relation to all the disputes and difference between them concerning the management and affairs of the Company, including but not limited to those, which are the subject matter of the proceedings in the Company Petition CP 77/241-242/ALD/2016 titled as Mr Gural Singh and ors vs Simbhaoli Sugars Limited and ors before the Hon'ble National Company Law Tribunal (NCLT), Allahabad Bench. A joint Application by the concerned parties was submitted before Hon'ble NCLT on the date of hearing scheduled on May 30, 2017.

Thereafter, The Hon'ble National Company Law Tribunal, Allahabad Bench has vide its order dated May 30, 2017, accepted the joint application and sanctioned the Settlement Agreement dated May 28, 2017 entered into between the parties. The petition has been disposed-off as follows:

"the settlement agreement dated 28.05.2017 is accepted and is taken on record and Joint Application is allowed in terms of its prayer clause A - D. The present application and main company petition stands disposed of and all Interim order if passed there in by this bench stands vacated and merged with recording settlement order."



**M/s Simbhaoli Spirits Limited known as M/s Simbhaoli Sugars Limited in pursuance to Scheme of Amalgamation, as sanctioned by the Hon'ble High Court of Judicature at Allahabad*

Specialty Sugars

Potable Alcohol

Ethanol

Power

REG. OFFICE : SIMBHAOLI, DISTT. HAPUR, UTTAR PRADESH-245207

The extract of the prayers clause made to Hon'ble NCLT is reproduced hereunder for the purpose of clarity:

In the facts and circumstances of the present case, it is most humbly prayed that this Hon'ble Tribunal may be pleased to:

- a) *take the SA, i.e. the Settlement Agreement dated 28th May 2017 executed between the Parties on record;*
- b) *grant the exemptions sought as mentioned in paragraph no. 5 above;*

(Para 5- That for the effective and unhindered implementation of the SA and in the larger interest of the Respondent No. 1 Company, certain necessary directions in the form of exemptions as envisaged by the parties are needed under the law, which have been detailed in Clause 4.3 of the SA and the same are reproduced herein below for the sake of convenience:

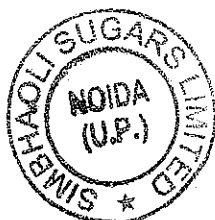
- (i) Exemption from the requirements of Regulation 31A of the SEBI (Listing Obligations and Disclosure Requirements), Regulations 2015 ("LODR Regulations").*
 - (ii) Exemption from the requirements of Section 67 of the Companies Act, 2013, Regulation 78(1) of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2009 and the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 as amended.*
- c) *in terms of the SA, declare that the resolution no. 2 passed in the AGM of Respondent No. 1 Company held on 26.09.2016 for removal/ retirement by rotation of Petitioner No. 1 as a Director of Respondent No. 1 Company stands rescinded,*
 - d) *dispose the present petition by passing a consent order, recording the terms of the present compromise/settlement arrived between the parties in the form of the SA and declare the same to be binding on the parties.*

The copy of the aforesaid order is enclosed and can also be downloaded from the website of Hon'ble NCLT, Allahabad Bench. You are requested to kindly take the above information in your records.

Thanking You,
Yours faithfully,
For Simbhaoli Sugars Limited



Kamal Samtani
Company Secretary
Membership No. F 5140



National Company Law Tribunal

Allahabad Bench

CP NO. 77/242-244/2016

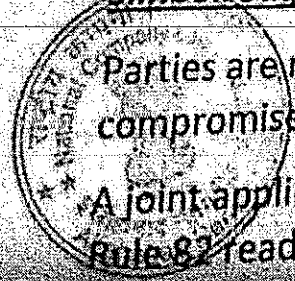
ATTENDANCE-CUM-ORDER SHEET OF THE HEARING OF ALLAHABAD BENCH OF THE NATIONAL COMPANY LAW TRIBUNAL ON 30.05.2017

NAME OF THE COMPANY: Simboli Sugar Ltd.
SECTION OF THE COMPANIES ACT: U/S 242/244 of Companies of 2013

Sl. NO.	Name	Designation	Representation	Signature
1.				
2.	Saurabh Kalia	Adv.	Petitioner	[Signature]
	Jeevesh Nagath	"		
	Sanjay Chaudhary	"		
	Rohav Gupta	Adv.	Respondent	[Signature]
	S. K. Tyagi		Resp. Co. Authorized person	[Signature]
	Raghuveer Meena	Adv.	Respondent	[Signature]
	KAMAL DAMTANI	COMPANY SECRETARY SIMBOLI SUGARS LTD		[Signature]



Order dated 30.05.2017 in the matter of CP NO 77/242-244/2016
Simboli Sugar Ltd



Parties are represented by their respective counsel and signatory of the compromise from the both the parties are present in person.
A joint application by petitioner as well as by respondents is filed under Rule 82 read with Rule 11 of NCLT Rules of 2016 and under section 242-

244 of companies act of 2013 with prayer to dispose of the matter as per settlement arrived at between the parties.

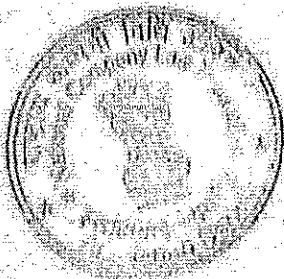
We have heard submission of both the parties and both the signatory Shri Gurupal Singh from petitioner side and Shri Kamal Samtani for Respondent company side have confirmed the joint application and terms of the settlement dated 28.05.2017, entered between the parties which are annexed with the application at page 25 the same is taken on record.

It is also noted that the joint application is filed with necessary documents of settlement agreement which seems to be bonafide. Hence the settlement agreement dated 28.05.2017 is accepted and is taken on record and joint application is allowed in terms of its prayer clause A-D.

The present application and main company petition stands disposed of and all Interim order if passed there in by this bench stands vacated and merged with this recorded settlement order.

— Sd —
Shri H.P. Chaturvedi (Member Judicial)

Date-30.05.2017



Date of Application... 01/06/2017
Amount of copying fees along with application... Nil
Copy prepared ready for delivery... Yes
Balance amount, if any... Nil
Date of delivery... 01/06/2017

CERTIFIED TO BE TRUE COPY
OF THE ORIGINAL
S. R. SINHA 01-6-2017
ASSISTANT REGISTRAR
NATIONAL COMPANY LAW TRIBUNAL
ALLAHABAD, U.P.

Compared by me
Anon. K. Pasivandi
01/06/2017

CERTIFIED TRUE COPY
SMBHAOLI SUGARS LIMITED
KAMAL SAMTANI
Company Secretary
FC-5140